

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

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In re:	:
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THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	: PROMESA
	: Title III
	:
as representative of	: Case No. 17-BK-3283 (LTS)
	:
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,	: (Jointly Administered)
	:
Debtors. <sup>1</sup>	:
	X

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**URGENT MOTION OF OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
TO EXPEDITE CONSIDERATION OF ITS URGENT MOTION, PURSUANT TO  
BANKRUPTCY CODE SECTION 105(a), TO COMPEL DEBTORS TO COMPLY  
WITH INTERIM COMPENSATION ORDERS**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Official Committee of Unsecured Creditors of all Title III Debtors (other than COFINA) (the “Committee”) hereby files this urgent motion (the “Urgent Motion”) requesting entry of an order, substantially in the form attached hereto as Exhibit A (the “Proposed Order”), for expedited consideration of the *Official Committee of Unsecured Creditors’ (A) Urgent Motion, Pursuant To Bankruptcy Code Section 105(a), to Compel Debtors to Comply With Interim Compensation Orders and (B) Joinder in Motions of Retiree Committee and COFINA*

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<sup>1</sup> The Debtors in these title III cases, along with each Debtor’s respective title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), (iv) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780) (Last Four Digits of Federal Tax ID: 3747).

*Agent to Compel Compliance With Same* (the “Motion to Compel”).<sup>2</sup> In support of this Urgent Motion, the Committee respectfully states as follows:

**RELIEF REQUESTED**

1. By this Urgent Motion, the Committee requests entry of the Proposed Order (a) scheduling oral argument on the Motion to Compel for the hearing scheduled for **July 25, 2018, at 9:30 a.m. (AST)**, (b) setting an objection deadline for the Motion to Compel no later than **July 20, 2018, at 12:00 p.m. (AST)**, and (c) setting a deadline for the Committee to reply to any objection to the Motion to Compel no later than **July 22, 2018 at 12:00 p.m. (AST)**. The Committee believes this expedited schedule is appropriate because it is identical to the briefing schedule established by the court’s orders granting an expedited schedule in connection with the Retiree Committee’s Motion and the COFINA Agent’s Motion, which involve issues identical to the issues raised in the Motion to Compel. *See* [Docket Nos. 3518, 3557]. **Moreover, AAFAF and Hacienda have agreed to the expedited hearing and briefing schedule set forth in this Urgent Motion.**

**JURISDICTION AND VENUE**

2. The United States District Court for the District of Puerto Rico has subject matter jurisdiction over this matter pursuant to PROMESA section 306(a).<sup>3</sup> Venue is proper pursuant to PROMESA section 307(a).

3. The statutory bases for the relief requested herein are section 105(a) of the Bankruptcy Code and Bankruptcy Rule 9006, made applicable to these Title III cases by sections 301(a) and 310 of PROMESA, Rule 9013-1 of the Local Bankruptcy Rules for the

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<sup>2</sup> All capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion to Compel.

<sup>3</sup> References to PROMESA are references to 48 U.S.C. §§ 2101 *et. seq.*

United States Bankruptcy Court for the District of Puerto Rico (the “Local Rules”), and the Fourth Amended Case Management Procedures [Docket No. 2839 in Case No. 17-3283 (LTS)].

**BASIS FOR RELIEF REQUESTED**

4. Bankruptcy Rule 9006(c)(1) provides that “the court for cause shown may in its discretion with or without motion or notice order the period [for notice] reduced.” Further, Local Rule 9013-1(a) allows a party to request that a court “consider a motion on an expedited basis.” Cause exists to schedule the Motion to Compel on an expedited basis.

5. Expedited consideration is appropriate for a number of reasons. First, the Motion to Compel raises issues that are identical to the issues raised in the Retiree Committee’s Motion and the COFINA Agent’s Motion, which have already been scheduled on an expedited basis pursuant to orders of this court; the Committee merely requests that its Motion to Compel be put on the same schedule as the Retiree Committee’s Motion and the COFINA Agent’s Motion. Synchronizing the resolution of the two motions is beneficial both in terms of judicial economy and the convenience of all the parties involved.

6. Moreover, as explained more fully in the Motion to Compel, the Committee’s counsel has been diligently working with AAFAF for months in an attempt to resolve the issues raised in the Motion to Compel, despite the fact that the payments the Debtors are required to make under this court’s interim compensation orders are long overdue. Further, AAFAF and Hacienda have agreed to the expedited hearing and briefing schedule set forth in this Urgent Motion.

7. Pursuant to Section I.H. of the *Fourth Amended Case Management Procedures* [Docket No. 2839 in Case No. 17-3283 (LTS)], undersigned counsel certifies that it has engaged in reasonable, good-faith communications with counsel to other interested parties. Moreover, in accordance with Local Bankruptcy Rule 9013-1(a)(2), undersigned counsel certifies that counsel

has carefully examined the matter and concluded that there is a true need for an urgent hearing, and that the movant has not created the urgency through lack of due diligence on its part. The undersigned further certifies that movant made a bona fide and good faith effort to resolve the matter without a hearing.

**NOTICE**

8. Notice of this Urgent Motion has been provided to the following entities, or their counsel, if known: (i) the U.S. Trustee; (ii) the Office of the United State Attorney for the District of Puerto Rico; (iii) the Oversight Board; (iv) the Puerto Rico Fiscal Agency and Financial Advisory Authority; (v) the official committee of retirees; (vi) the insurers of the bonds issued or guaranteed by the Debtors; (vii) counsel to certain ad hoc groups of holders of bonds issued or guaranteed by the Debtors;<sup>4</sup> (viii) the COFINA Agent, and (ix) all parties that have filed a notice of appearance in the Title III Cases.

**NO PRIOR REQUEST**

9. No previous request for the relief requested herein has been made to this or any other court.

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<sup>4</sup> Which include the Mutual Fund Group, the Ad Hoc Group of General Obligation Bondholders, the COFINA Senior Bondholders' Coalition, and the QTCB Noteholder Group, each as such group is defined at Docket Nos. 28, 68, 216, and 134, respectively.

WHEREFORE, for the above reasons, the Committee respectfully requests that the court enter the Proposed Order expediting consideration of the Motion to Compel, and granting such other relief as the court deems just and proper.

Dated: July 18, 2018

/s/ G. Alexander Bongartz

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- and -

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